

UNITED STATES DISTRICT COURT
DISTRICT OF MINNESOTA

In re: Lutheran Brotherhood Variable
Insurance Products Company Sales
Practices Litigation

File No. 99-MDL-1309 PAM

This relates to ALL ACTIONS

**ORDER APPROVING AWARD OF
ATTORNEYS' FEES AND EXPENSES**

On June 7, 2005, the Court conducted a hearing for Final Approval of Class Certification, Settlement, and Entry of Judgment in the above-captioned matter. The Court orally approved the Class Certification and the Settlement Agreement, but instructed the parties that it was taking the Motion for Award of Attorneys' Fees and Expenses under advisement. It referred the issue of attorneys' fees to Special Master John Borg. See Fed. R. Civ. P. 23(h)(4).

On June 27, 2005, the Court entered its Findings of Facts and Conclusions of Law regarding all aspects of the Settlement Agreement. It specifically addressed and rejected the objections raised by Class Members relating to the Motion of Attorneys' Fees and Expenses. (See Clerk Doc. No. 489 ¶ 93.) It also preliminarily approved the award of attorneys' fees.

On July 26, 2005, Special Master Borg submitted his findings, which detailed the extensiveness of work performed and expenses incurred by Class Counsel. After specifically finding that the "attorneys' fees and expenses sought are appropriate and justifiable in this case," Special Master Borg recommended that the Court grant the Motion for Award of Attorneys' Fees and Expenses.

The Court concurs with the findings of Special Master Borg. Accordingly, **IT IS HEREBY ORDERED** that Class Counsel are awarded attorneys' fees in an amount of \$11.9 million and reimbursement of their disbursements and expenses in the amount of \$1.1 million. Defendants are to pay such fees and expenses within twenty (20) days. Class Counsel shall, subject to the conditions set forth in the Settlement Agreement, allocate and distribute this award of attorneys' fees and expenses among counsel for Plaintiffs and the Class.

This Order covers any and all claims for attorneys' fees and expenses, costs or disbursements incurred by counsel representing Plaintiffs or Class Members, or incurred by Plaintiffs or the Class Members, in connection with or related in any manner to this Action, the settlement of this Action, any claims deemed settled or released by settlement of this Action, the administration of such settlement, and/or the Released Transactions except to the extent otherwise specified in the Court's June 27, 2005, Order and the accompanying Final Judgment and the Settlement Agreement.

Dated: August 2, 2005

s/ Paul A. Magnuson
Paul A. Magnuson
United States District Court Judge